



March 10, 1999

Recording Department
Surface Transportation Board
1925 K. Street NW, Suite 700
Washington, D.C. 20423

RECORDATION NO. **21238-A**

FILED

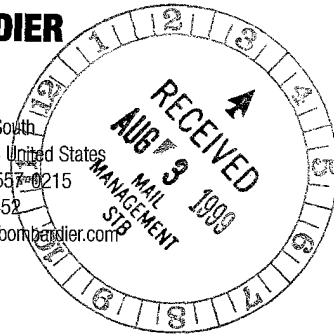
SEP 7 '99

2-30 PM

**BOMBARDIER
CAPITAL**

NorRail, Inc.

308 12th Avenue South
Buffalo, MN 55313 United States
Telephone 1(612) 557-0215
Fax 1(612) 682-2452
<http://www.capital.bombardier.com>



Dear Sir or Madam:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals of Release and Termination dated as of March 4, 1999, a secondary document as defined in the Board's Rules for Recordation of Documents.

This Release and Termination, terminates Recordation No. 21238 which is a memorandum of lease filed by the following parties:

Q.L.
Lessor: NorRail, Inc.
308 - 12th Avenue South
Buffalo, MN 55313
Phone: 612-557-0215

Lessee: Herman/Norcross AG Services
c/o Cenex Harvest States
P.O. Box 64796 MS 120
St. Paul, MN 55164-0796
Phone: 651-306-6511

The enclosed Release and Termination covers the seventy-two (72) covered hoppers described in Exhibit A thereto.

~~The Railcars are subject to the lease schedule recorded as Recordation No. 18256 B on September 14, 1992 and the Assignment recorded as Recordation No. 18256 C on September 14, 1992.~~

Enclosed is our check in the amount of \$26.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped copy of the enclosed document to the undersigned. If you have any questions or require any further information in connection with this filing, please contact the undersigned at 612-684-5305.

Very truly yours,

Bradley C. Gunstad
Vice President & General Counsel
Enclosures

RECORDATION NO.

21238-A

FILED

RELEASE AND TERMINATION

SEP 7 '99

2-30 PM

This Release and Termination is dated as of this 4th day of March, 1999 and is executed and given by NorRail, Inc. (the "Lessor") to and for the benefit of Herman/Norcross AG Services (the "Lessee").

Whereas, the Lessee has heretofore entered into a railcar lease agreement dated as of September 17, 1997 (the "Lease") with NorRail, Inc. as Lessor which Lease was filed and recorded with the Surface Transportation Board on February 25, 1998 at 11:23 a.m. and was assigned Recordation No. 21238.

Whereas, the Lease applied to seventy-two (72) Covered Hopper Railcars as Numbered on Exhibit A hereto (the "Railcars").

Now, therefore, Lessor, in consideration of the sum of \$1 and other good and valuable consideration the receipt and adequacy of which are hereby acknowledged by Lessor, hereby declares that the Lease is satisfied (except with respect to indemnities of Lessee to Lessor which shall be deemed to survive the termination and discharge of the Lease) and consents that the Lease be discharged of record and hereby releases its interest in the Railcars.

In witness whereof, Lessor has caused this instrument to be executed this 4th day of March 1999.

NorRail, Inc.

By: Bradley C. Gunstad

Title: V.P. & General Counsel

STATE OF MINNESOTA, COUNTY OF WRIGHT, TO WIT:

On this 4th day of March, 1999, before me personally appeared Bradley C. Gunstad to me personally known, who being by me duly sworn, says that he is a Vice President of NorRail, Inc., a Minnesota corporation, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Witness my hand
and Official Seal:

Gail M. Blagsvedt
Notary Public



My Commission expires: 1-31-2000

REC'D FEB 10 1998

MEMORANDUM OF RAILCAR LEASE AGREEMENT

RECORDATION NO. 21238 FILED

FEB 25 '98

11-23 AM

THIS MEMORANDUM OF RAILCAR LEASE AGREEMENT is made and entered into as of September 17, 1997 by and between NorRail, Inc., a Minnesota Corporation ("Lessor") and Herman/Norcross AG Services a Minnesota Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor various railcars pursuant to one or more Schedules to the Lease to be entered into by Lessor and Lessee from time to time, all as more particularly described in that certain Railcar Service and Lease Agreement No. 1754 dated September 17, 1997 between Lessor and Lessee (hereinafter referred to as the "Lease").
2. Pursuant to Schedule No. 1 to the Lease, Lessor has agreed to lease to Lessee and Lessee has agreed to lease from Lessor the 72 covered hopper railcars bearing the reporting marks and road numbers indicated on Exhibit A hereto, all as more particularly described in the Lease.
3. The Lease shall be effective as of the execution date thereof and shall be subject to the term of the Lease, as provided therein.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Railcar Lease Agreement to be executed as of the date first above written.

Lessee: NORRAIL, INC.

Lessor: HERMAN/NORCROSS AG
SERVICES

By: [Signature]

By: [Signature]

Its: President

Its: GENERAL MANAGER

By: [Signature]

By: [Signature]

Its: V.P. SALKS

Its: President

EXHIBIT A

To

MEMORANDUM OF RAILCAR LEASE AGREEMENT #1754

Railcar Marks/Numbers

Original Cars remaining on Lease:

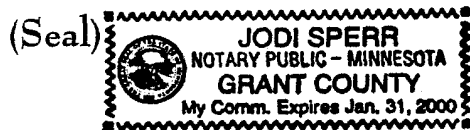
NRLX 46008	NRLX 46274	NRLX 47135
NRLX 46016	NRLX 46279	NRLX 47139
NRLX 46070	NRLX 46376	NRLX 47141
NRLX 46073	NRLX 46403	NRLX 47143
NRLX 46074	NRLX 46409	NRLX 47144
NRLX 46240	NRLX 46427	NRLX 47147
NRLX 46241	NRLX 47064	NRLX 47174
NRLX 46246	NRLX 47067	NRLX 47214
NRLX 46249	NRLX 47123	NRLX 47252
NRLX 46251	NRLX 47130	NRLX 47255
NRLX 46254	NRLX 47133	NRLX 47355
NRLX 46273	NRLX 47134	NRLX 47356

New cars for amended lease:

NRLX 47017	NRLX 47162	NRLX 47236
NRLX 47018	NRLX 47194	NRLX 47239
NRLX 47020	NRLX 47196	NRLX 47242
NRLX 47030	NRLX 47202	NRLX 47244
NRLX 47037	NRLX 47203	NRLX 47271
NRLX 47070	NRLX 47215	NRLX 47272
NRLX 47072	NRLX 47216	NRLX 47273
NRLX 47073	NRLX 47217	NRLX 47297
NRLX 47074	NRLX 47218	NRLX 47299
NRLX 47076	NRLX 47226	NRLX 47301
NRLX 47120	NRLX 47229	NRLX 47350
NRLX 47160	NRLX 47234	NRLX 47352

STATE OF MN, COUNTY OF GRANT TO
WIT:

On this 13 day of JANUARY, 1998 before me
personally appeared, KELLY LONGTIN and Douglas Oachs
_____, to me personally known, who being by me duly sworn,
says that they are the
General Manager and President, respectively of Herman-Norcross
Ag Services, Inc., a MN Corporation, that said
instrument was signed on behalf of said corporation by authority of
its Board of Directors, and they acknowledged that the execution of
the foregoing instrument was the free act and deed of said
corporation.



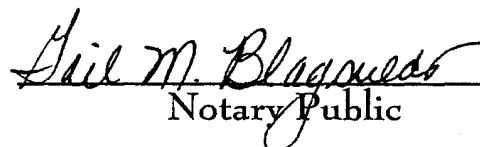

Notary Public

My commission expires: 01-31-2000

STATE OF MINNESOTA, COUNTY OF WRIGHT TO WIT:

On this 31st day of December, 1997 before me personally
appeared, Robert D. Johnson and L. Lee Hubble,
to me personally known, who being by me duly sworn, says that
they are the
President and V.P. Sales, respectively of
NorRail, Inc. a Minnesota Corporation, that said instrument was
signed on behalf of said corporation by authority of its Board of
Directors, and they acknowledged that the execution of the
foregoing instrument was the free act and deed of said corporation.




Notary Public

My commission expires: 1-31-2000